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and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☒ Affects Pacific Gas and Electric
Company
☐ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)
Chapter 11
(Lead Case) (Jointly Administered)

**DECLARATION OF JESSICA LIOU IN
SUPPORT OF MOTION TO FILE
REDACTED DOCUMENTS IN SUPPORT
OF MOTION OF THE DEBTORS
PURSUANT TO 11 U.S.C. §§ 363 AND 105(a)
FOR AN ORDER AUTHORIZING THE
UTILITY TO (I) ENTER INTO LEASE AND
PURCHASE OPTION AGREEMENT FOR
OAKLAND HEADQUARTERS AND
(II) GRANTING RELATED RELIEF**

[No Hearing Requested]

1 I, Jessica Liou, pursuant to section 1746 of title 28 of the United States Code, hereby
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,
3 information, and belief:

4 1. I am a partner at Weil, Gotshal & Manges LLP, attorneys for PG&E Corporation and
5 Pacific Gas and Electric Company, as debtors and debtors in possession (collectively, “**PG&E**” or the
6 “**Debtors**”). I am authorized to submit this Declaration on behalf of the Debtors. The facts set forth in
7 this Declaration are based upon my personal knowledge, my review of relevant documents, and
8 information provided to me by the Debtors’ other employees or the Debtors’ legal, restructuring, and
9 financial advisors. If called upon to testify, I would testify to the facts set forth in this Declaration.

10 2. I submit this declaration in support of the *Motion to File Redacted Documents in Support*
11 *of Motion of Debtors Pursuant to 11 U.S.C. §§ 363 and 105(a) for an Order Authorizing the Utility to*
12 *(I) Enter into Lease and Purchase Option Agreement for Oakland Headquarters and (II) Granting*
13 *Related Relief* (the “**Redaction Motion**”)¹ filed concurrently herewith, which seeks authority to redact
14 certain confidential commercial information that is the subject of the *Motion of the Debtors Pursuant to*
15 *11 U.S.C. §§ 363 and 105(a) for an Order Authorizing the Debtors to (I) Enter into Lease and Purchase*
16 *Option Agreement for Oakland Headquarters and (II) Granting Related Relief* (the “**Motion**”).

17 3. The Agreements are the product of arm’s length, extensive and good faith negotiations,
18 and contain commercially sensitive information, including information regarding current tenants of the
19 subject property and their leases, the condition of the subject property, and the environmental impact of
20 developing the subject property. Due to the sensitive and confidential nature of the commercial
21 information included therein, the public disclosure of the Redacted Portions of the Agreements would
22 likely cause substantial harm to the Debtors and the Landlord.

23 4. Accordingly, the Debtors agreed to keep the Redacted Portions of the Agreements
24 confidential.

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28 ¹ Capitalized terms used but not otherwise herein defined shall have the meanings ascribed to such terms
in the Motion or the Redaction Motion.

1 I declare under penalty of perjury that, to the best of my knowledge and after reasonable inquiry,
2 the foregoing is true and correct and that this declaration was executed at Jackson Heights, New York,
3 on June 9, 2020.

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5 /s/ Jessica Liou
6 Jessica Liou
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